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Counsel for Omron Dualtec Automotive Electronics, Inc.

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE:)	Chapter 11
)	
DELPHI CORPORATION, <u>et al.</u> ,)	Case No. 05-44481 (RDD)
)	
)	(Jointly Administered)
Debtors.)	
)	Re: Dkt No. 17182
)	

**RESPONSE OF OMRON DUALTEC AUTOMOTIVE ELECTRONICS INC. TO
DEBTORS' THIRTY-FOURTH OMNIBUS CLAIMS OBJECTION**

Omron Dualtec Automotive Electronics Inc. ("OMRON") by and through its undersigned counsel, submits this response ("Response") to the Debtors' Thirty-Fourth Omnibus Objection Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 2007 (the "Motion")¹ (Docket #17182), and respectfully states as follows:

1. On June 22, 2009, the Debtors filed their Motion seeking to reduce the allowed amount of OMRON's claim #12669 (the "Claim") from \$1,087,184.23 to \$894,226.90 as "Claims Allowed Pursuant to Settlement".

¹ Capitalized terms used herein but not otherwise defined herein shall have the meanings set forth in the Motion.

2. OMRON disagrees with the Debtors' proposed modification of the Claim pursuant to the Motion, and notes that the Debtors have not set forth or otherwise provided evidence to contradict the validity or amount of the Claim in its Motion. Unless and until the Debtors provide evidence of a basis for their objection to the amount of the Claim (at which time OMRON would have the opportunity to respond to any such allegations), the Debtors cannot overcome the prima facie presumption of validity. Further, to OMRON's knowledge, no settlement has been reached with respect to the amount of the Claim, and OMRON believes this "settlement" reference is in error. As such, OMRON requests that the Court deny the Debtor's proposed modification and allow the Claim, in full, in the amount of \$1,087,184.23 as is set forth in the proof of claim.

3. OMRON reserves its right to amend or supplement this Response.

CONCLUSION

4. For the foregoing reasons, the OMRON respectfully requests that this Court enter an order (i) denying the Debtors' Motion with respect to the Claim, (ii) allowing the Claim in full in the amount asserted in proof of claim number 12669, and (iii) granting OMRON such other and further relief as is just and proper.

Dated: July 16, 2009

Respectfully submitted,

OMRON DUALTEC AUTOMOTIVE
ELECTRONICS, INC.

By: /s/ Erin M. Casey
One of Its Attorneys

Erin M. Casey, Esq. (4299475)
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on July 16, 2009, the RESPONSE OF OMRON DUALTEC AUTOMOTIVE ELECTRONICS INC. TO DEBTORS' THIRTY-FOURTH OMNIBUS CLAIMS OBJECTION (the "Response") was filed with the Clerk of the Court using the ECF system that will send notification of such filing to counsel of record that are participants in the ECF.

The undersigned further certifies that on July 16, 2009, the Response was sent to the following parties by facsimile:

Office of the United States Trustee for the Southern District of New York
33 Whitehall Street, Suite 2100
New York, NY 10004
Attn: Brian Masumoto
Facsimile: (212) 668-2255

Delphi Corporation
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Attn: General Counsel
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Attn: Joseph N. Wharton
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The undersigned further certifies that on July 16, 2009, the Response was hand delivered to Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 632, New York, New York 10004.

Dated: July 16, 2009

Respectfully submitted,

By: /s/ Erin M. Casey
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